IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION

COMPANY PETITION NO.685 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.600 OF 2005

WITH
COMPANY PETITION NO.686 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.601 OF 2005

WITH
COMPANY PETITION NO.687 OF 2005
CONNECTED WITH
COMPANY APPLICATION NO.602 OF 2005

In the matter of the Companies Act, 1956 :

And

In the matter of Sections 391 and 394 of the Companies Act, 1956 ;

And

In the matter of Scheme of Amalgamation of Opus Investment and Trading Company Pvt.Ltd. and Hallmark Leasors & Distributors Pvt.Ltd. and Capricorn Leasors and Distributors Pvt.Ltd. with Shearson Investment & Trading Co. Pvt.Ltd.

Opus Investment & Trading Co. Pvt.Ltd. ....Petitioner

WITH

Hallmark Leasors & Distributors Pvt.Ltd. ....Petitioner

WITH

Capricorn Leasors & Distributors Pvt.Ltd. ...Petitioner

Mr.Hemant Sethi for the Petitioner.

Mr.C.J. Joy with Mr.R.C. Master & Mr.M.M. Goswami i/b Dr.T.C. Kaushik for Regional Director, Department

of Company Affairs Maharashtra, Mumbai.

Mr.S.C. Gupta, Official Liquidator present.

CORAM : S.J. VAZIFDAR, J.
DATED : 20TH JANUARY, 2006.

P.C. :

1. The Petitions are filed seeking sanction of a scheme of amalgamation between the Petitioners i.e. the transferor companies and Shearson Investment & Trading Company Pvt. Ltd., i.e. the transferee company. The requirements and procedures have been complied with.

2. The Regional Director in his affidavit stated that the scheme is not prejudicial to the interest of the creditors and the shareholders.

3. The Petition is made absolute in terms of prayers (a) to (d).

4. Costs of the Regional Director fixed at Rs.2500/-.

. Filing and issuance of the drawn up order is dispensed with.

. All concerned parties to act on an ordinary

copy of this order duly authenticated by the Company Registrar of this Court.